MARVEL COMICS
PAYBACK WILL SAVE YOU,
SPIDER-MAN 2099
BUT WHO IS GOING TO SAVE YOU?
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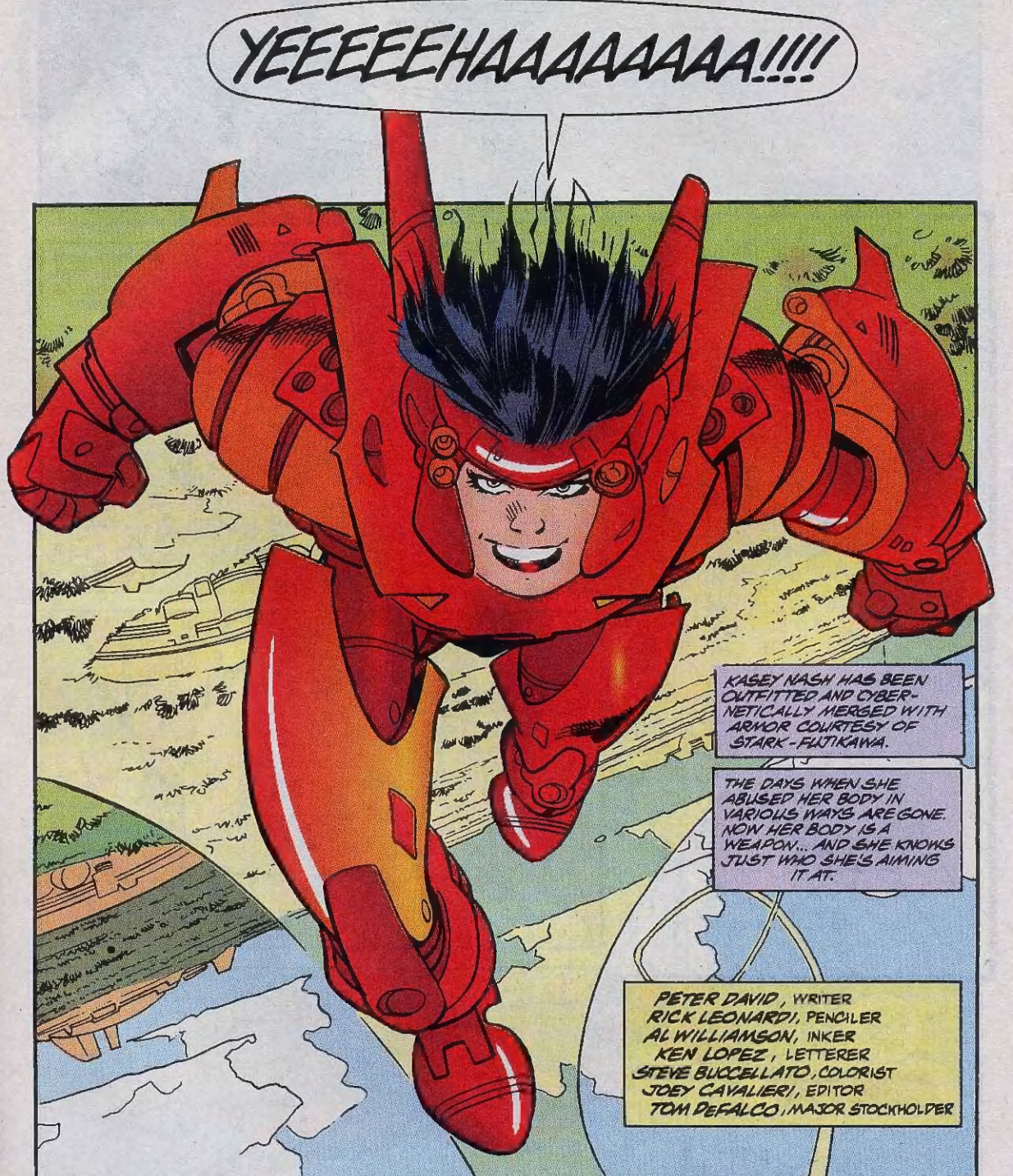
YEEEEEHAAAAAAAA!!!!
KASEY NASH HAS BEEN OUTFITTED AND CYBERNETICALLY MERGED WITH ARMOR COURTESY OF STARK-FUJIKAWA.
THE DAYS WHEN SHE ABUSED HER BODY IN VARIOUS WAYS ARE GONE. NOW HER BODY IS A WEAPON... AND SHE KNOWS JUST WHO SHE'S AIMING IT AT.
PETER DAVID, WRITER
RICK LEONARDI, PENCILER
AL WILLIAMSON, INKER
KEN LOPEZ, LETTERER
STEVE BUCCELLATO, COLORIST
JOEY CAVALIERI, EDITOR
TOM DEFALCO, MAJOR STOCKHOLDER

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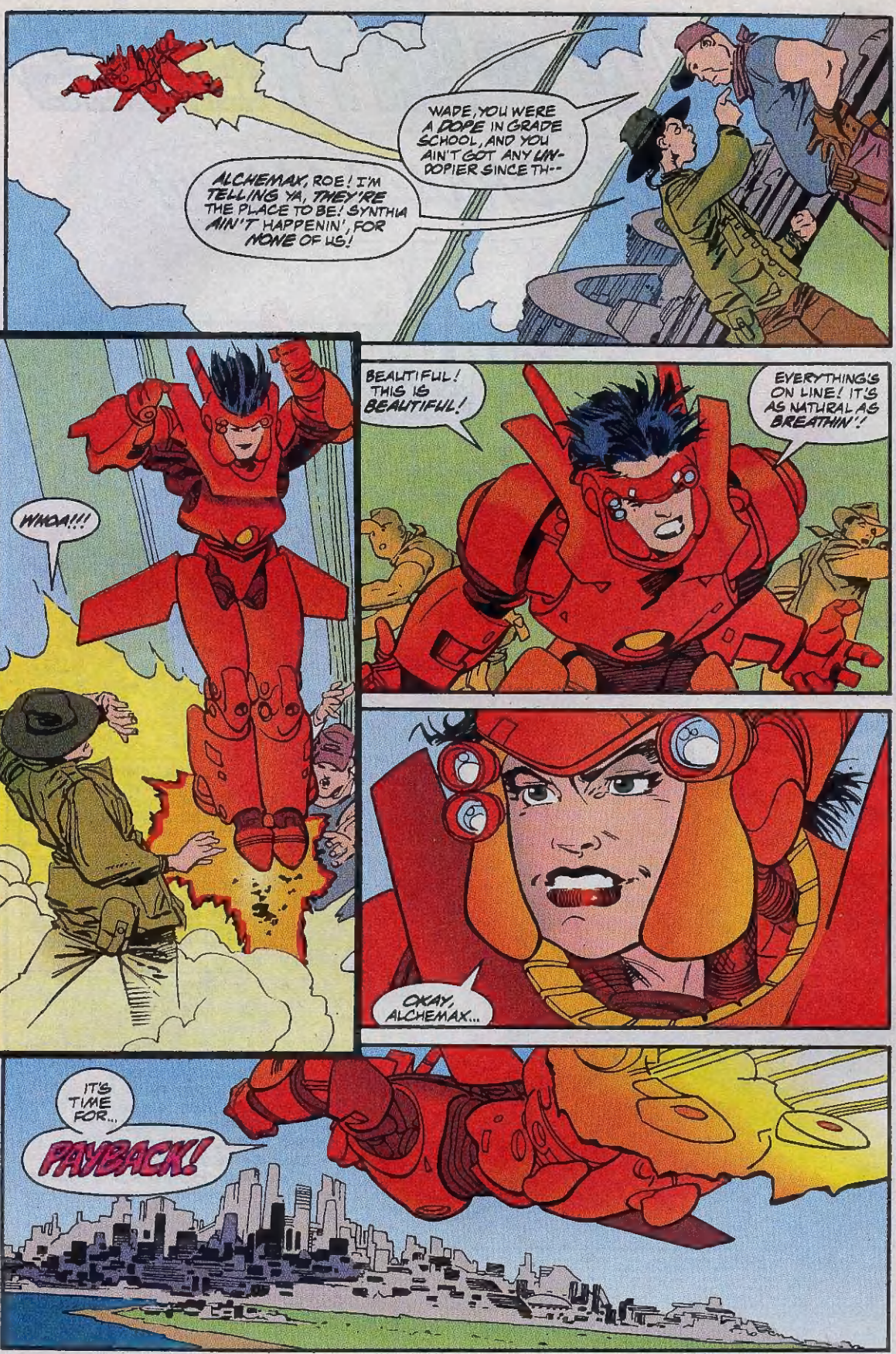
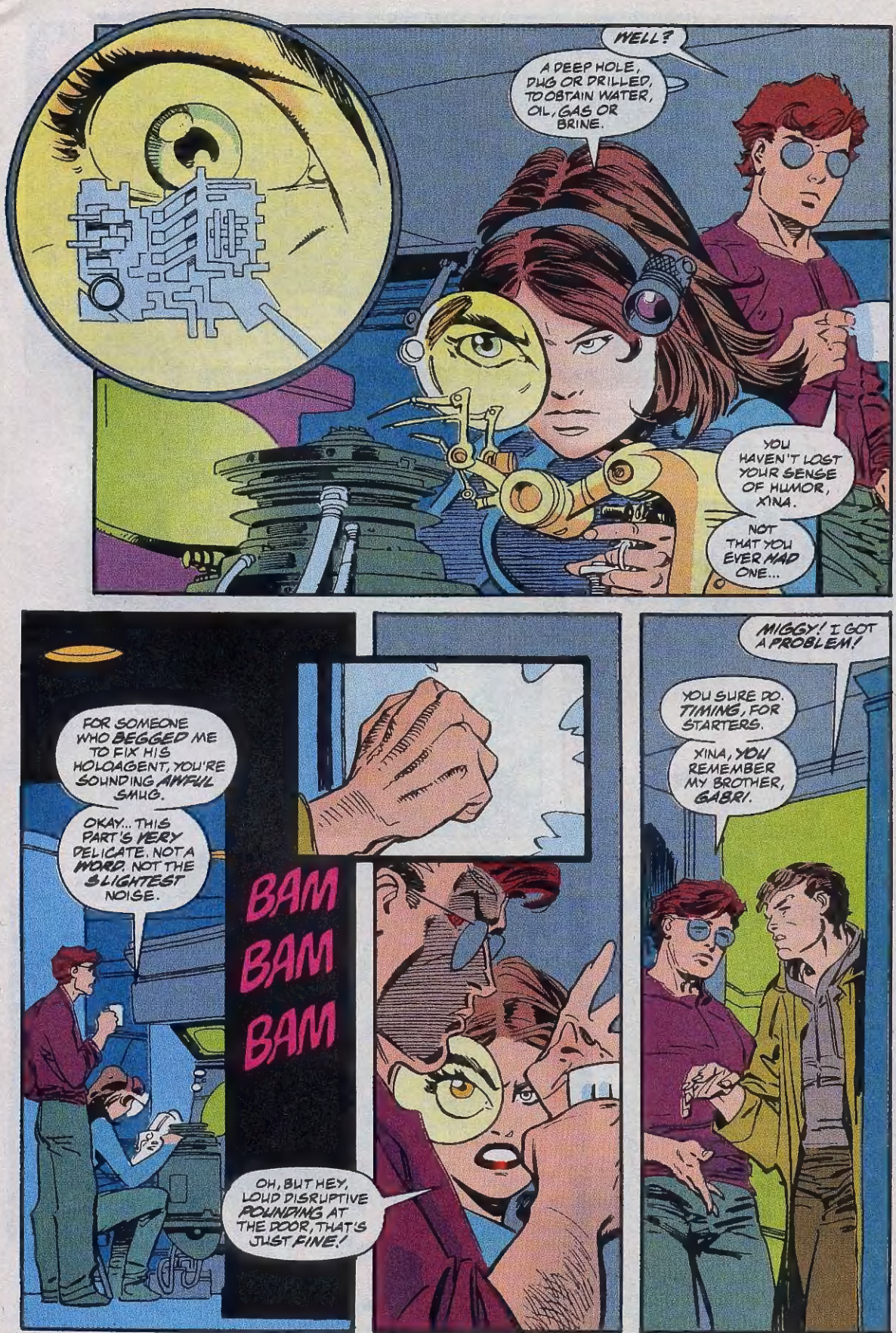
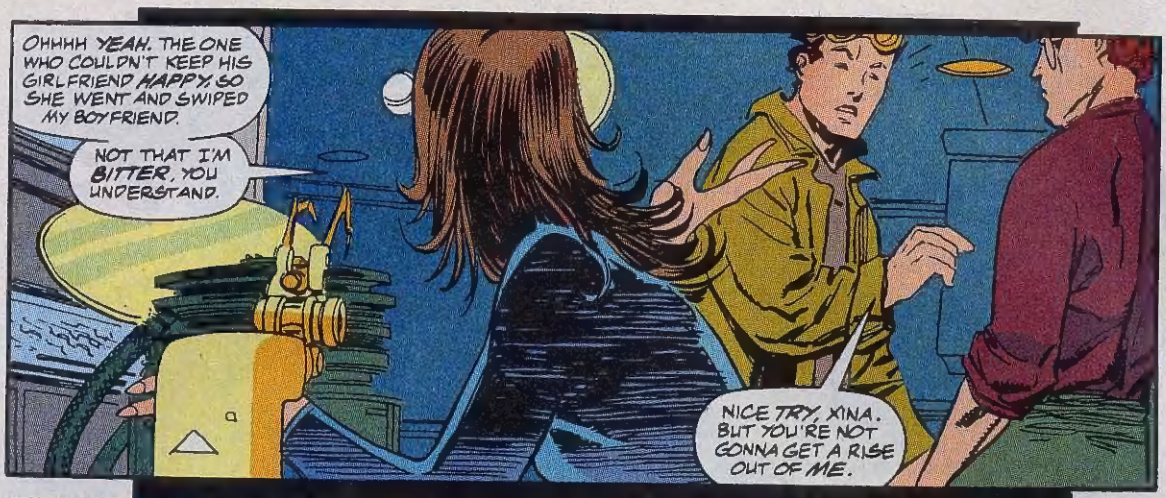
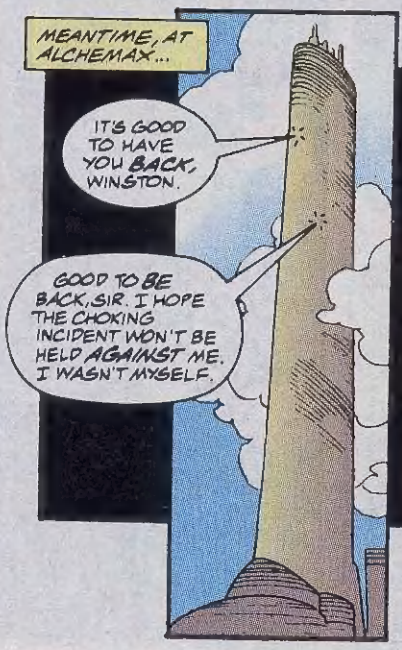

WADE, YOU WERE A DOPE IN GRADE SCHOOL, AND YOU AIN'T GOT ANY UN-DOPIER SINCE TH--
ALCHEMAX, ROE! I'M TELLING YA, THEY'RE THE PLACE TO BE! SYNTHIA AIN'T HAPPENIN', FOR NONE OF US!
WHOA!!!
BEAUTIFUL! THIS IS BEAUTIFUL!
EVERYTHING'S ON LINE! IT'S AS NATURAL AS BREATHIN'!
OKAY, ALCHEMAX...
IT'S TIME FOR...
PAYBACK!


WELL?
A DEEP HOLE, DUG OR DRILLED, TO OBTAIN WATER, OIL, GAS OR BRINE.
YOU HAVEN'T LOST YOUR SENSE OF HUMOR, XINA.
NOT THAT YOU EVER MAD ONE...
FOR SOMEONE WHO BEGGED ME TO FIX HIS HOLOAGENT, YOU'RE SOUNDING AWFUL SMUG.
OKAY... THIS PART'S VERY DELICATE. NOT A WORD. NOT THE SLIGHTEST NOISE.
BAM BAM BAM
OH, BUT HEY, LOUD DISRUPTIVE POUNDING AT THE DOOR, THAT'S JUST FINE!
MIGGY! I GOT A PROBLEM!
YOU SURE DO. TIMING, FOR STARTERS.
XINA, YOU REMEMBER MY BROTHER, GABRI.

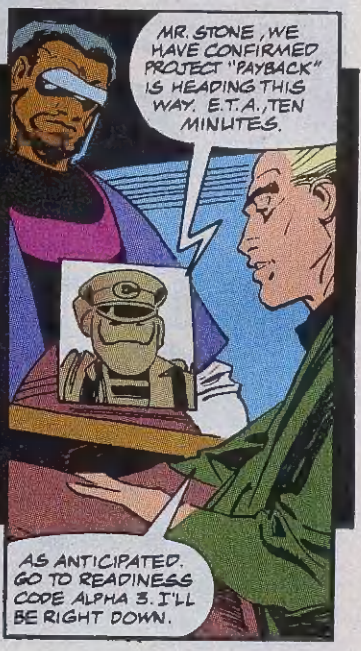

OHHHH YEAH. THE ONE WHO COULDN'T KEEP HIS GIRLFRIEND HAPPY, SO SHE WENT AND SWIPED MY BOYFRIEND.
NOT THAT I'M BITTER, YOU UNDERSTAND.
NICE TRY, XINA. BUT YOU'RE NOT GONNA GET A RISE OUT OF ME.

YOUR GIRLFRIEND HAVE THAT SAME PROBLEM?

COOOKAY, TIGER, SHEATHE THE CLAWS.
HOW ABOUT IF GABRI AND I GO OUT FOR A WHILE AND STAY OUT OF YOUR WAY?
FINE. BRING ME IN AND DITCH ME. JUST LIKE OLD TIMES.

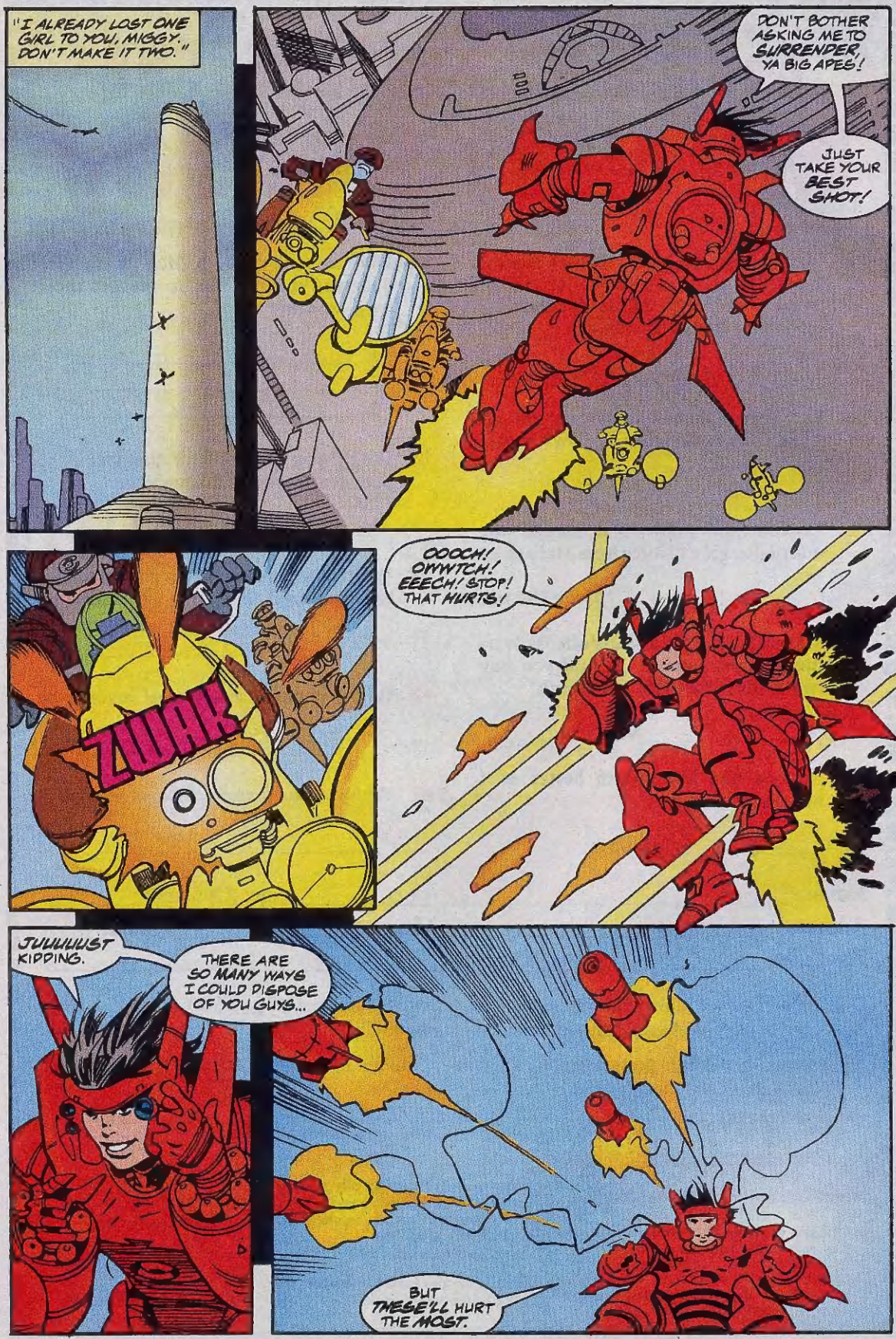

MEANTIME, AT ALCHEMAX...
IT'S GOOD TO HAVE YOU BACK, WINSTON.
GOOD TO BE BACK, SIR. I HOPE THE CHOKING INCIDENT WON'T BE HELD AGAINST ME. I WASN'T MYSELF.

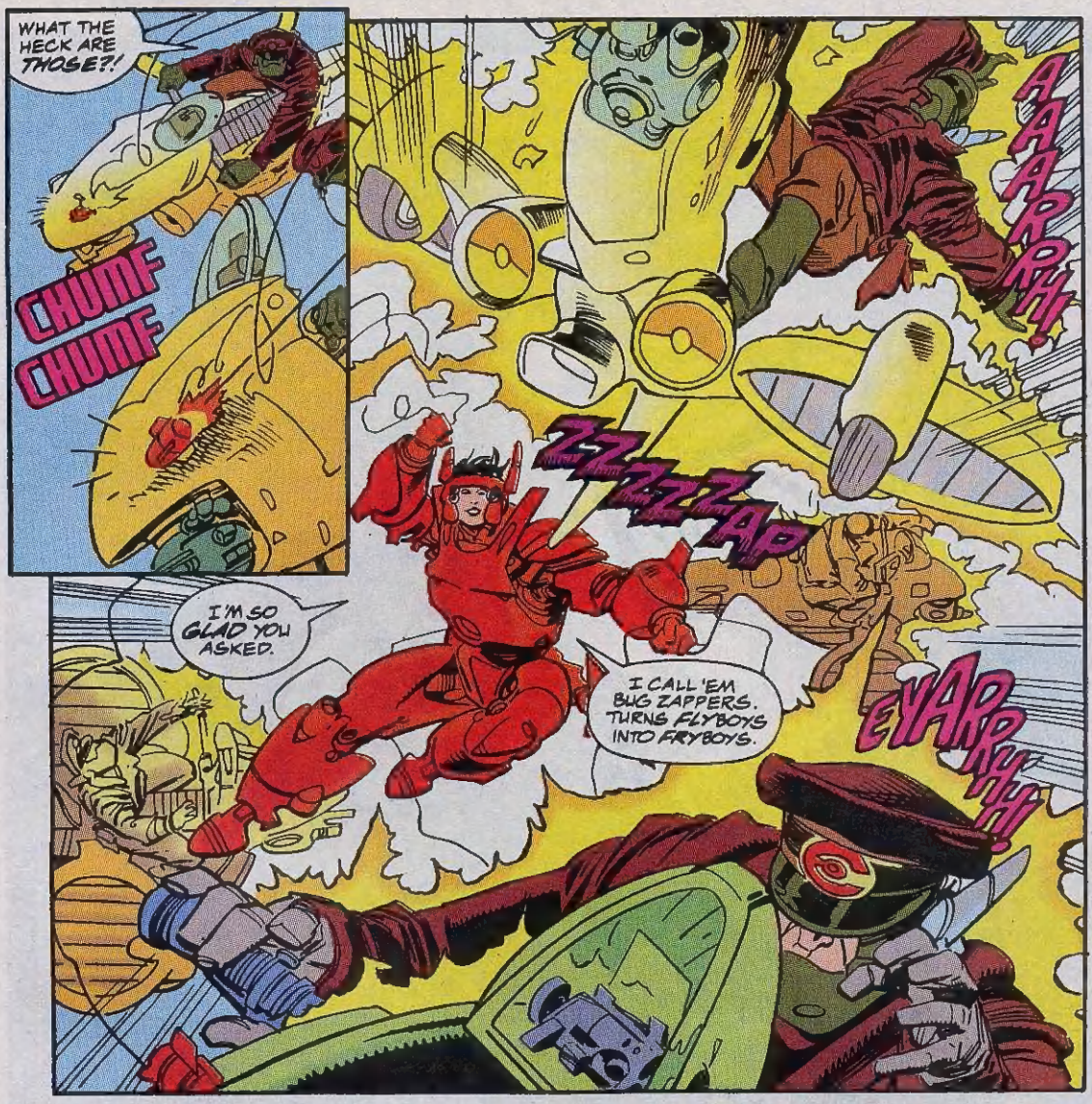
I'M USED TO PEOPLE WANTING TO CHOKE ME...
...AND THEY'RE IN FULL POSSESSION OF THEIR FACULTIES.

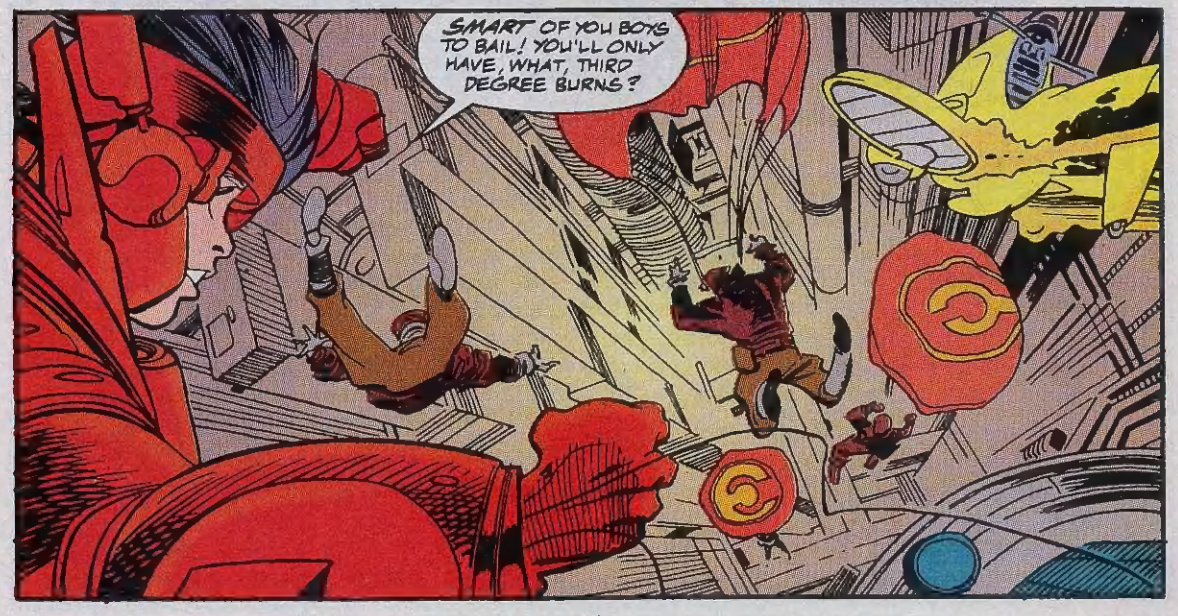

MR. STONE, WE HAVE CONFIRMED PROJECT "PAYBACK" IS HEADING THIS WAY. E.T.A., TEN MINUTES.
AS ANTICIPATED. GO TO READINESS CODE ALPHA 3. I'LL BE RIGHT DOWN.

I'M STARTING TO THINK KASEY HAS A "KICK ME" SIGN STUCK ON HER BACK.
CAN YOU HELP, MIGGY? I WOULDN'T ASK IF IT WEREN'T--
A DAY ENDING IN THE LETTER "Y".
LOOK, IF ALCHEMAX DOESN'T HAVE HER, I'M NOT SURE WHAT I CAN DO. EVEN IF THEY DO, I'M NOT SURE.
PLUS, DON'T UNDERESTIMATE HER PERSONAL RESOURCEFULNESS.
MIGGY, THERE'S SOMETHING YOU SHOULD KNOW ABOUT KASEY. ABOUT HOW SHE FEELS ABOUT...
LOOK!!!
SHOOOOM

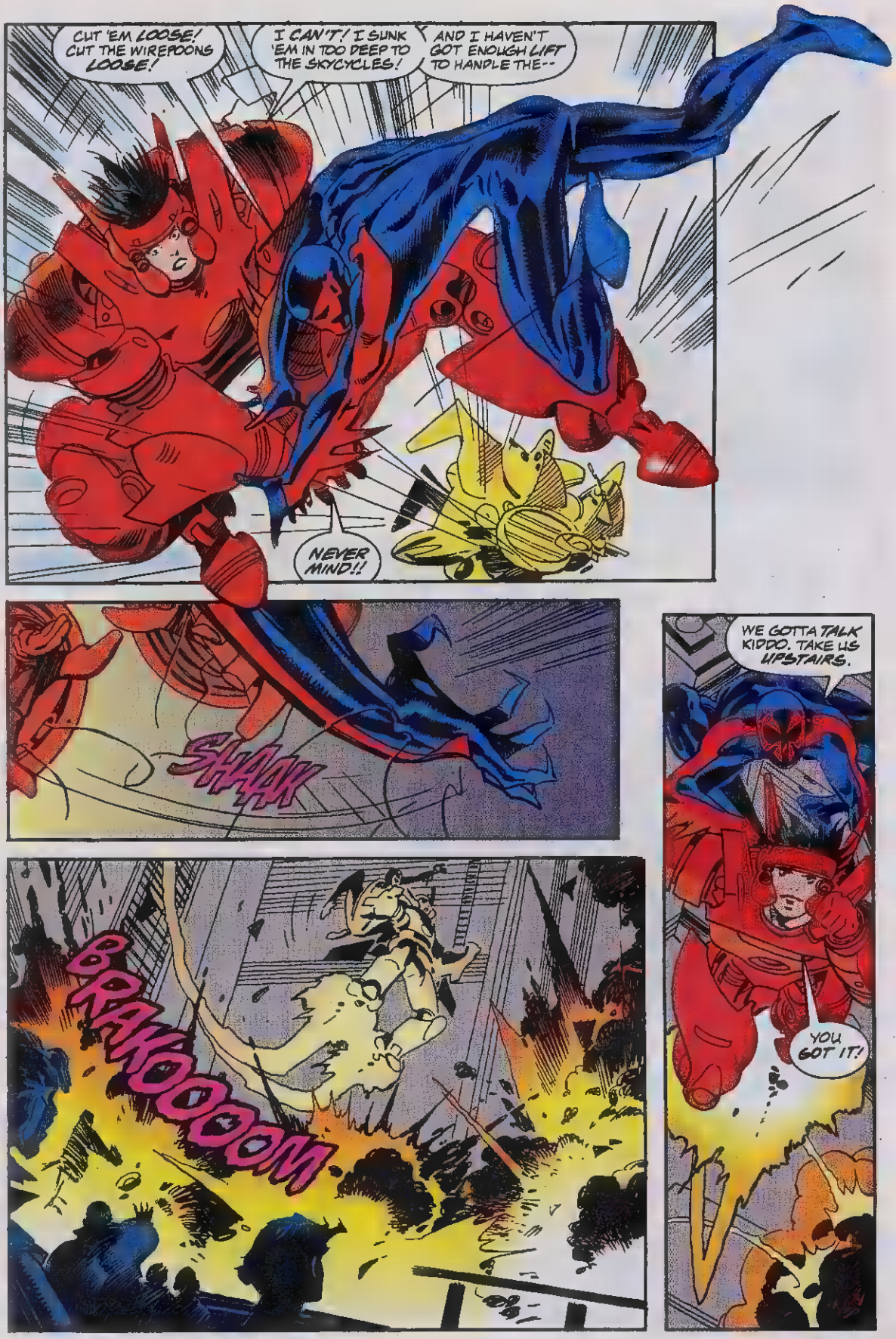
HOLY SHOCK. IT'S HER.
HER? WHAT HER?
YOU MEAN MY HER?!
NO, BEN HUR!
YES, YOUR HER! THE HELPLESS KASEY, LOOKING A LOT LESS HELPLESS.
WHAT IS SHE, NUTS?! MIGGY, GO GET HER! STOP HER!
SHE'LL LISTEN TO YOU...TO HIM! TO SPIDER-MAN!
KEEP YOUR VOICE DOWN!
GABRI, FIRST OFF, SHE BROKE UP WITH YOU. SECOND, SHE'S CLEARLY DOING THIS WILLINGLY. AND THIRD, WHY WOULD SHE LISTEN TO ME?
BECAUSE SHE'S IN LOVE WITH YOU, YOU IDIOT! WITH HIM!
SHE'S DOING THIS TO IMPRESS SPIDER-MAN!

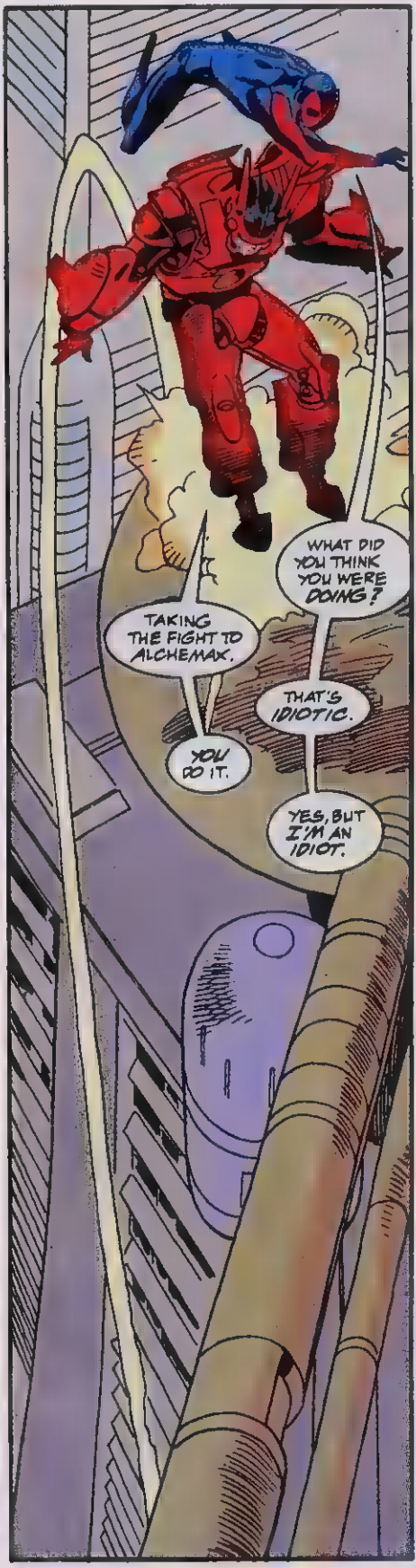

"I ALREADY LOST ONE GIRL TO YOU, MIGGY. DON'T MAKE IT TWO."
DON'T BOTHER ASKING ME TO SURRENDER, YA BIG APES!
JUST TAKE YOUR BEST SHOT!
ZWAK
OOOCH! OWWTCH! EEECH! STOP! THAT HURTS!
JUUUUUST KIDDING.
THERE ARE SO MANY WAYS I COULD DISPOSE OF YOU GUYS...
BUT THESE'LL HURT THE MOST.


WHAT THE HECK ARE THOSE?!
CHUMF CHUMF
AAARRH!
ZZZZZAP
I'M SO GLAD YOU ASKED.
I CALL 'EM BUG ZAPPERS. TURNS FLYBOYS INTO FRYBOYS.
EYARRHH!


SMART OF YOU BOYS TO BAIL! YOU'LL ONLY HAVE, WHAT, THIRD DEGREE BURNS?

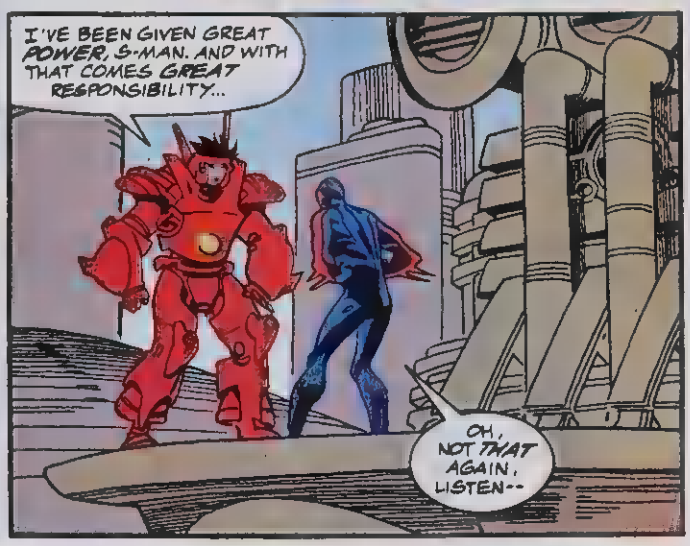
MAH! I GUESS I SHOWED THEEEEEEMMMMMMMMM
HAPPY LANDINGS, JERKWEED!
WHASSA MATTER? PUT ON TOO MUCH WEIGHT?
CLEAR AWAY! HURRY! THE ARMORED ONE'S GONNA SMEAR!!
STUPID, STUPID THING! C'MON YOU--!


CUT 'EM LOOSE! CUT THE WIREPOONS LOOSE!
I CAN'T! I SUNK 'EM IN TOO DEEP TO THE SKYCYCLES!
AND I HAVEN'T GOT ENOUGH LIFT TO HANDLE THE--
NEVER MIND!!
SHAAK
BRAKOOOM
WE GOTTA TALK KIDDO. TAKE US UPSTAIRS.
YOU GOT IT!


WHAT DID YOU THINK YOU WERE DOING?
TAKING THE FIGHT TO ALCHEMAX.
THAT'S IDIOTIC.
YOU DO IT.
YES, BUT I'M AN IDIOT.

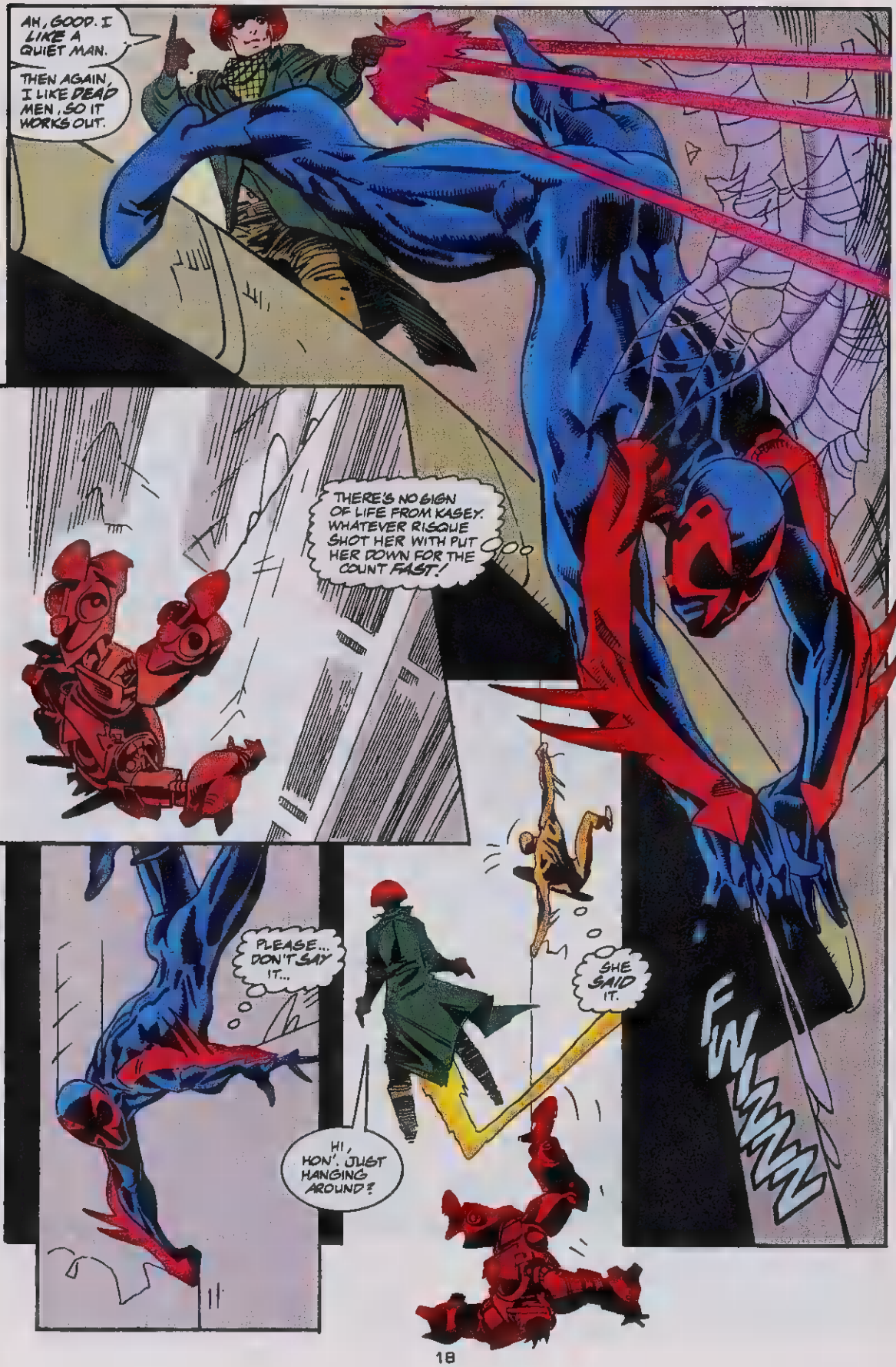
LOOK, KASEY...
YOU KNOW MY NAME? I... I WAS NEVER QUITE SURE...

I... HEARD SOMEONE CALL YOU THAT.
LOOK, KASEY, YOU'VE GOTTA PROMISE TO STOP THIS.
YOU MUST HAVE PEOPLE WHO CARE ABOUT YOU.

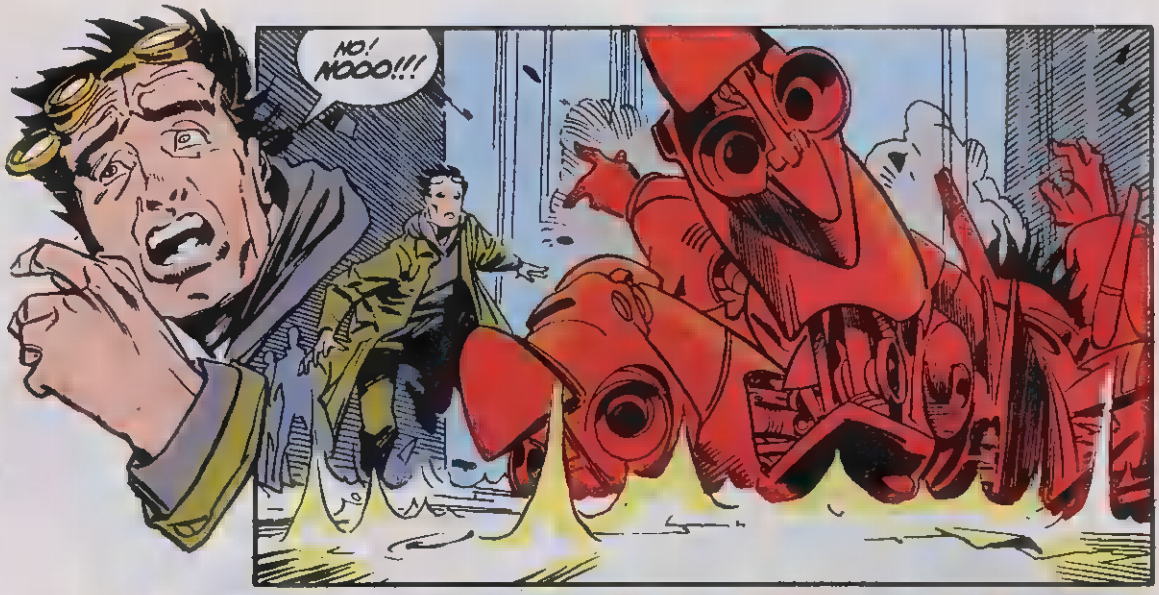

I'VE BEEN GIVEN GREAT POWER, S-MAN. AND WITH THAT COMES GREAT RESPONSIBILITY...
OH, NOT THAT AGAIN. LISTEN--

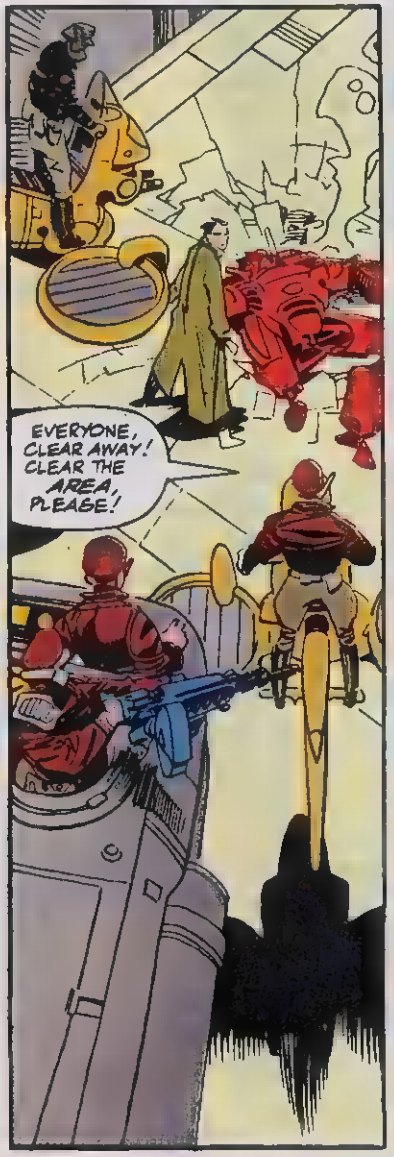
WHAT DO YOU MEAN, "AGAIN?"
WHERE... WHERE DO I KNOW YOU FROM?
DON'T.
YOUR VOICE...IT SOUNDS LIKE...
Gabriel? Is...is that you?
I DON'T KNOW ANY GABRIEL...
BUT I'VE... I'VE SEEN YOU TOGETHER... HAVEN'T I...?
EXCEPT...EXCEPT THERE WAS ALWAYS FIGHTING GOING ON...HE COULD HAVE SLIPPED AWAY, CHANGED TO...
OH NO...! GABRIEL... ARE YOU--?

BRAK
BRAK
BRAK
HI, HON!
LOVE THE SUIT.
I'M RISQUE. AND YOU'RE NEXT, STUDLY.


AH, GOOD. I LIKE A QUIET MAN.
THEN AGAIN, I LIKE DEAD MEN, SO IT WORKS OUT.
THERE'S NO SIGN OF LIFE FROM KASEY. WHATEVER RISQUE SHOT HER WITH PUT HER DOWN FOR THE COUNT FAST!
PLEASE... DON'T SAY IT...
SHE SAID IT.
HI, HON'. JUST HANGING AROUND?
FWIZZZ

OKAY, I ADMIT IT. I'M AN INCORRIGIBLE PUNSTER.
SO YOU SHOULDN'T INCORRIGE ME.
'CAUSE IF YOU DO.. I'LL GIVE YA THE FINGER.
KASEY!
I'D SPEND MORE TIME WORRYIN' ABOUT YOURSELF IF I WAS YOU.
ARRHHH!


NO! NOOO!!!


EVERYONE, CLEAR AWAY! CLEAR THE AREA, PLEASE!

SUBJECT'S SECURED.
GET AWAY FROM HER!
STEP BACK, SIR, OR--

DON'T GIVE ME "OR" ANYTHING!
GET AWAY FROM HER, NOW! NOW!!

UH OH.
HOLD IT!
YOU'RE MIKE'S BROTHER, AREN'T YOU? CONCHATA'S BOY.
I'M TYLER STONE.
YOU CAN'T HELP HER, KID. YOU CAN ONLY DIE.
BUT YOU HAVEN'T CROSSED THE LINE. DROP IT NOW, WE WON'T EVEN [redacted] YOU.
DROP IT, KID. IT'S THE ONLY WAY.
SERGEANT... DON'T ARREST HIM.
YES, SIR.
ARRRHH!
UNNHH!!!
EEYAHH!!!

JUST YOU AND ME NOW, S-MAN.
LIKE IT WAS MEANT TO BE.
THE GIRL WAS JUST A SUCKER-TACTIC, TO DRAW YOU OUT.
AND IT WORKED TO PERFECTION.
YOU USED HER?!?
OOOFF!
OF COURSE. THAT'S WHAT CORRS DO. SHE WAS JUST WORK-FOR-HIRE, TO [redacted] TOSSED ASIDE WHEN NO LONGER NEE--

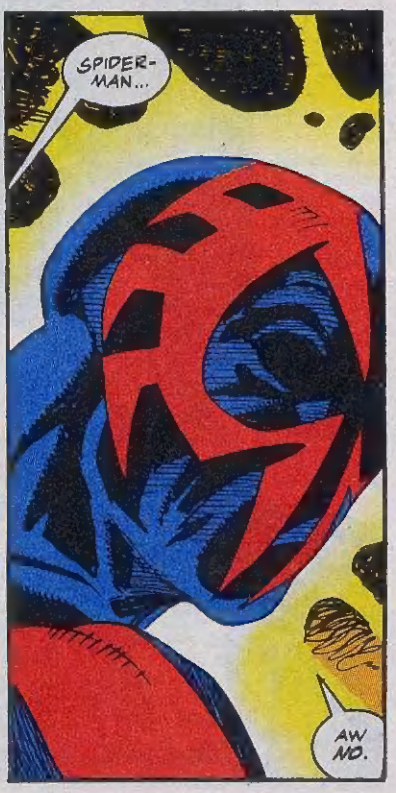
WHOA! HEY NOW! CUT IT OUT!!
WELL, I GOTTA ADMIT, S-MAN, YOU ARE ONE [redacted] WORKER.
HUH?!
USUALLY I DON'T GET THIS NEKKID UNTIL AT LEAST THE THIRD DATE.
SO WHAT'CHA THINK? CHECK THESE [redacted] OF STEEL.
AND NOW, S-MAN...
WE'RE GONNA HAVE A STAFF MEETING.

Y'MIGHT RECOGNIZE IT. BELONGED TO MY BROTHER. BUT HE'D'VE WANTED ME TO HAVE IT... AND YOU TO EAT IT.
SO LESSEE IF I'LL BE KILLIN' A HANDSOME MAN TODAY.
NO!!
OOO. A SHY ONE. THAT'S SUCH A TURN-ON.
OWWOOO!
THAT WEREN'T POLITE A'TALL!
HERE I WAS KISSING YOU GOOD-BYE, AND... AND...
WH... WHAS.. HAPPEN... INK?
I POISONED YOU. WITH THE VENOM FROM MY FANGS!
Wh... Why...?
WHY?!
BECAUSE I'M SPIDER-MAN, LADY! AND I DON'T HAVE TO TAKE YOUR CRAP! THAT'S WHY!

OH LORD... GABRI...
BE CAREFUL. THERE'S PEOPLE HERE. DON'T ACT LIKE A BIG BROTHER.
WHAT HAPPENED, FELLA? WHO DID THIS TO YOU?
STONE'S PEOPLE... TOOK HER...

HEARD 'EM SAY... THEY'RE GONNA DOCK HER... YEARS... SO MANY SHE'LL BE ALMOST DEAD... GOTTA HELP HER...
I'LL MAKE IT RIGHT. I SWEAR. BUT FIRST I GOTTA TAKE CARE OF YOU...

CAN TAKE CARE OF... MYSELF...


SPIDER-MAN...
AW NO.

OH YES.
WE NEED TO CHAT ABOUT MY SIS!
NEXT: THE BIG ONE. WE KNOW YOU'VE HEARD IT BEFORE, BUT IT'S NEVER BEEN MORE ACCURATE: EVERYTHING YOU KNOW ABOUT SPIDER-MAN IS WRONG. BE HERE AS MIGUEL LEARNS THAT...
TRUTH HURTS

ARACHNOPHILIA

JOEY CAVALIERI
EDITOR
LIA PELOSI
ASSISTANT EDITOR

c/o MARVEL COMICS GROUP
387 PARK AVENUE SOUTH
NEW YORK, NEW YORK 10016

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Out Of My Head

I'm home, channel surfing, where my only care is hoping to run across that Lisa Loeb video one more time. I think to myself, "Myself, it's a lovely afternoon. How can I spoil it by doing something nice and hostile?"

So, when Monday arrives, I meet with Matt and Lia, and we think, "How can we shake the 2099 foundation to its core? What can we do that no one else with their little eightball-in-the-side-pocket sub-quasi-multi-hemidemisemi-universe won't dare to do?"

We think we found it.

Once the Double-Sized Anniversary issues hit the stands, we *really* go to work!

Dear Spider Preservationists,

I read issue #20 recently and as I finished your *Arachnophilia* section I reached instantly for a pen. I have two quick quips. First, the way you guys presented cyberspace was phenomenal! Reading the panels and breathing in the artwork, I could feel the chaotic theme numbing my brain. Second, you asked us, your dedicated, loyal, utterly devoted fans if we had any suggestions for the SPIDER-MAN 2099 ANNUAL. Well, here's a few characters I'd love to see highlighted.

1) How about bringing the Hobgoblin back on the scene? He's a demon, they're immortal. I think it's feasible, don't you?

2) I recognize the name Stark somewhere, I can't put my finger on it, but for some reason that name rings a bell. Where's Iron Man?

3) Finally, how about a big showdown between Spidey and the Hulk? C'mon, for old times sake.

Dwayne Tuttle
1604-2 Sussex Lane
Wilson,, NC 27893

You may not exactly win yourself a place on the Psychic Friends Network, Dwayne, but you came close to predicting! We highlighted a new character named Chernobyl, with art done by the guys who'll be doing the new HULK 2099 book, Malcolm Davis and Chris Ivy!

Dear *Arachnophilia*,

I'm writing simply because you told me to. I repeatedly see your questions asking, "How are we doing?" or "What do you think?" I admit I have one complaint: "Young Miguel O'Hara." I read the comic to follow the future Spider-Man and his exciting adventures. The back-up just doesn't satisfy my hunger for action. As I see it, the storylines don't move onto bigger and better things. If you don't drop it though, you'll probably still get my $1.50 each month. I just miss the one-comic-one-story way the earlier issues were. I eagerly flipped the pages until I hit the comic subscription ad and the back cover and the action didn't end until there! Now once I hit the halfway mark I feel let down. I did catch a glimpse of the beauty in issue #20 on page 17 though. I can't put it in words but that page sums up why I read this comic.

Jay Hurfles
(Address withheld by request)

But the back-up features do "move onto bigger and better things," Jay. Peter's writing them specifically to complement the up-front story. Like, "Young Miguel" introduced Xina, re-intro'd Angela, and currently spotlights a story point that climaxes next ish!

Dear Arachnofellas,

In my twenty-four years of life, I've never been compelled to write to any comic. But you guys have given me something so totally different and original, I just had to let you know.

I must admit that way back when I heard that my favorite wall-crawler was going to leap into the next century, I was distraught. I'd grown up admiring Peter Parker, though I never seriously collected any comic. The thought of a SPIDER-MAN 2099 horrified me. Then I saw the cover to issue #1 and I was hooked.

Since then, I've become an avid reader of most of the 2099 titles, Spidey being the best, of course. The art, the writing and the concepts are some of the best I have ever seen. The 2099 titles have given me new hope for the genre. I'd grown tired of the extremely vast and complex universe in the modern Marvel titles. With 2099, however, you've given us a fresh alternative. We have a universe we can follow from its inception.

As a twenty-something, I know little about the early history of most Marvel titles. They were around before I was born. That's why the 2099 universe is great. I can watch it grow from day one. I especially like your choices when it comes to main characters. You have totally redefined their meanings without using dippy storylines. Your books are some of the best science fiction on the market.

1) Thanatos was great. I loved the way he and Miguel had smart-alec responses for one another.

2) Let Lyla really freak out before you fix her. The man vs. technology premise that you have established is thrilling.

3) Discord is the coolest villain I've ever seen. Forget a Venom 2099 or any lame suggestion like that. Keep Discord hanging around cyberspace. Maybe he can show up in the first SPIDER-MAN 2099 ANNUAL! I'd definitely buy it!

Until Discord pulls himself together, make mine Marvel 2099.

Lee Modlin
Rt.#1, Box 224
Rocky Mount, NC 27803

We always feel especially proud when we make believers out of doubters, Lee!

To the editors,

Congrats for a wonderful job on SPIDER-MAN 2099 and the rest of the 2099 line! Your development of Miguel as Spider-Man has been fantastic!

Keep our hero out of cyberspace and dimensional rifts. This character doesn't seem appropriate in an intangible environment. Besides, I hate that stuff.

Bring the "Young Miguel" back-ups to a close. Character development's good, but you can develop the characters just as well within the context of the main story. I don't like it when a comic's over just when I get into the swing of it. If you wish, put the back-ups in 2099 UNLIMITED.

Don't stretch yourself too thin with all these 2099 titles. With my budget and the price hikes I can only purchase five. I've dropped DOOM 2099 to make room for X-MEN 2099. I intend to drop RAVAGE for HULK 2099. It'd be unfortunate if your 2099 line suffered because sales of individual comics decreased.

If you must expand, I'd get a kick out of an Iron Man 2099. A high-tech society needs a high-tech warrior. Until Jake Gallows loses his bullets, make mine '99.

Jim Parker
1516 Blackwell Dr.
Irving, TX 75061

We do more titles, Jim, 'cause you guys keep asking for 'em. You notice you asked us to quit but suggested a new one anyway? But we grow slowly and carefully. You may want to give DOOM and RAVAGE another shot. The latter has a new look, and the former has a wild new storyline ahead!

NEXT ISSUE

This is it! The big Double-Sized Anniversary Issue...featuring a development guaranteed to change the way you think of Spidey...and the way he thinks about himself! Plus, an all-new, exclusive preview of the new HULK 2099 book in a story that won't be seen anywhere else, and the much-requested return of the Net Prophet! And that's just the *start* of the 2099 Anniversary Celebration!